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*Co-counsel for Individual Defendants and
Arizona LLCs*

IN THE UNITED STATES DISTRICT COURT
DISTRICT OF UTAH, CENTRAL DIVISION

STAN SHELLEY and ANDREA LEE
SHELLEY, as individuals,

Plaintiffs,

v.

RANDY REDD, an individual, MARYLYNN
N. REDD, an individual, DAKOTA REDD,
an individual, KEVIN CLARK, an individual,
LPL Financial, LLC, a California corporation,
and Cazut Properties, LLC, an Arizona
Limited Liability Company, Redd Works,
LLC, and Arizona Limited Liability
Company, Rojo 91, LLC, an Arizona Limited
Liability Company, Peart 583, LLC, an
Arizona Limited Liability Company,

Defendants.

**DECLARATION OF MARYLYNN
NEVITT REDD**

**EXHIBIT 2 IN SUPPORT OF IN
MOTION TO COMPEL ARBITRATION
AND
ALTERNATIVE MOTION TO DISMISS
FOR LACK OF JURISDICTION**

Case No. 2:24-cv-000095
Judge Howard C. Nielson Jr.

I, MaryLynn Nevitt Redd, declare under penalty of perjury as follows:

1. I am a defendant in the above captioned matter. I make this declaration based on my own personal knowledge. I am over the age of 18 and I am competent to testify regarding the contents of this Declaration.

2. I am not domiciled in Utah. I am a resident of Arizona. I live and work in Arizona. I do not regularly transact business in Utah. I own no property in Utah, nor do I lease any property in Utah. I have no bank accounts in Utah.

3. I have not, to my knowledge, taken advantage of any Utah laws, or otherwise engaged in business or other conduct from which I could have reasonably been expected to be haled into court in Utah.

4. Effective July 13, 2023 and after I executed the Operating Agreement for Cazut Properties, LLC ("Cazut"), became a member and assistant manager of Cazut. As of December 2023, I am no longer a member or manager of Cazut.

5. I am manager of Defendant Rojo 91, LLC ("Rojo") and my trust is a member of Rojo.

6. Rojo has no contacts with Utah. This means, among other things, that Rojo: (a) has no offices in Utah, (b) neither owns nor leases property in Utah, (c) has no Utah employees, (d) has no Utah bank accounts, (e) does not conduct marketing or advertising in Utah, and (f) has not conducted business in Utah.

7. Effective July 13, 2023 and after it executed the Cazut Operating Agreement, Rojo became a member of Cazut. Other than its execution of the Cazut Operating Agreement, Rojo has not actively participated in the acquisition of Cazut's assets, nor has it made any representations to any other party, including Plaintiffs, regarding Cazut's assets or the acquisition of an interest in Cazut.

8. I never spoke with either Stan Shelley or Andrea Shelley about any acquisition of an interest in Cazut or anything regarding property in Arizona.

9. I was not a party to Randy Redd's conversations with Stan Shelley. I did not know of the terms they were discussing.

10. I do not have any Utah licenses.

11. I do not advertise for or solicit Utah clients.

12. It would be a significant inconvenience and a burden for me to litigate a case in Utah where I do not reside. It would be burdensome both in terms of time and resources. I have no property, operations, residence, or employees in Utah.

13. The property that Cazut purchased (the "Property") is in Arizona. To my knowledge, all of the witnesses knowledgeable about the Property's acquisition, value and development are in Arizona. To my further knowledge, other than Plaintiffs, no person associated with the acquisition, value or development of the Property is in Utah.

14. In agreeing to be an assistant manager of Cazut and agreeing to Rojo becoming a member of Cazut, I relied on the Operating Agreement which provides for the application of Arizona law, Arizona governmental regulation, and the right to arbitrate disputes in Arizona. These were important considerations for me.

I declare under penalty of perjury that the foregoing is true and correct.

Signed, this 25 of April, 2024


MaryLynn Nevitt Redd